



POWER OF ATTORNEY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application of: Amin *et al.*

Confirmation Number: 3336

Serial No.: 10/719,925

Group Art Unit: 2124

Filed: November 20, 2003

Examiner: *To be determined*

For: QUANTUM LOGIC USING THREE
ENERGY LEVELS

Attorney Docket No.: 706700-999150
(formerly 11090-058-999)

REVOCATION AND POWER OF ATTORNEY OR AUTHORIZATION OF AGENT

MAIL STOP: MISSING PARTS

Commissioner for Patents
P.O. Box 1450
Alexandria, Virginia 22313-1450

Sir:

D-Wave Systems, Inc. (assignee) hereby revokes any and all previous powers and appoints:

☒ Practitioners at Customer Number 20583 and Brett Lovejoy, Reg. No. 42,813

as its/their attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please change the correspondence address for the above-identified application to:

☒ The above mentioned Customer Number.

☒ Practitioners at Customer Number **20583**

☒ Firm or Individual Name:

Address: Jones Day
222 East 41st Street
New York, New York 10017

Telephone: (212) 790-2803

D-Wave Systems Inc. is the:

- ☐ Applicant/Inventor
☒ Assignee of record of the entire interest. See 37 CFR 3.71.
(Statement under 37 CFR 3.73(b) is applicable)

Statement Under 37 C.F.R. 3.73(b)

D-Wave Systems Inc. states that it is:

- ☒ the assignee of the entire right, title, and interest; or
☐ an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is %

in the patent application/patent identified above by virtue of either:

- ☒ An assignment from the inventor(s) of the patent application/patent identified above.
A copy of the assignment is attached herewith.

OR

- ☐ A chain of title from the inventor(s), of the patent application/patent identified above,
to the current assignee as shown below:

1. From: to: .

The document was recorded in the United States Patent and Trademark Office on at
Reel, Frame.

2. From: To: .

The document was recorded in the United States Patent and Trademark Office on
at Reel , Frame , or for which a copy thereof is attached.

3. From: To:

The document was recorded in the United States Patent and Trademark Office on
at Reel , Frame , or for which a copy thereof is attached.

- ☐ Additional documents in the chain of title are listed on a supplemental sheet.

- ☐ Copies of assignments or other documents in the chain of title are attached.
[Note: A separate copy (i.e., the original assignment document or a true copy of the
original document) must be submitted to Assignment Division in accordance with 37
CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See
MPEP 302.08]

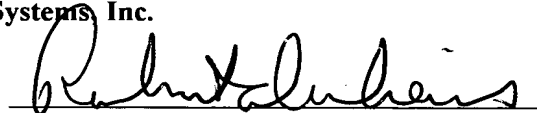
The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

ASSIGNEE: D-Wave Systems, Inc.

Date:

Apr 21/04

Signature:



Typed Name:

~~Geordie Rose~~ Robert D. Wiens

Position/Title:

~~President and Chief Executive Officer~~
Chief Financial Officer

Note: Signatures of all the inventors or assignees of record of the entire interest or their
representative(s) are required. Submit multiple forms if more than one signature is required.

- ☒ Total of 1 form is submitted.

ASSIGNMENT

WHEREAS WE, Mohammad H.S. Amin a citizen of Canada, residing at 401-2929 W. 4th Ave., Vancouver, British Columbia, V6K 4T3, Canada, Anatoly Yu. Smirnov a citizen of Canada, residing at 1405-8825 Hudson Street, Vancouver, British Columbia, V6P 4M9, Canada, Alexander Maassen van den Brink a citizen of the Netherlands, residing at 405-1150 West 8th Avenue, Vancouver, British Columbia, V6H 3Z5, Canada, Jeremy P. Hilton a citizen of Canada, residing at 322-2263 Redbud Lane, Vancouver, British Columbia, V6K 4V7, Canada, and Miles F.H. Steininger a citizen of Canada, residing at 5-8749 Fremlin Street, Vancouver, British Columbia, V6P 3X5, Canada, ASSIGNORS, are the inventors of the invention in QUANTUM LOGIC USING THREE ENERGY LEVELS for which we have executed an application for a Patent of the United States

☒ which is identified by Jones Day docket no. 706700-999150
☒ which was filed on November 20, 2003, Application No. 10/719,925
and WHEREAS, D-Wave Systems, Inc., a Canadian corporation having a place of business at 320-1985 West Broadway, Vancouver, British Columbia, V6J 4Y3, Canada, ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, said ASSIGNORS have executed and delivered this instrument to said ASSIGNEE the day and year below written.

Date April 21, 2004 M. Amin L.S.
Mohammad H.S. Amin

Witnessed by:

[Signature]
Signature

Brock Wilson
Printed Name

Date April 21, 2004 [Signature] L.S.
Anatoly Yu. Smirnov

Witnessed by:

[Signature]
Signature

Brock Wilson
Printed Name

Date April 21, 2004 [Signature] L.S.
Alexander Maassen van den Brink

Witnessed by:

[Signature]
Signature

Brock Wilson
Printed Name

Date April 21, 2004 [Signature] L.S.
Jeremy P. Hilton

Witnessed by:

[Signature]
Signature

Brock Wilson
Printed Name

Date April 21, 2004 [Signature] L.S.
Miles F.H. Steininger

Witnessed by:

Ali Rouhi
Signature

ALI ROUHI
Printed Name